
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO § 240.13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO § 240.13d-2

(Amendment No. 1)

PHILLIPS 66

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

718546104

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1 (b)

☐ Rule 13d-1 (c)

☐ Rule 13d-1 (d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

1	NAME OF REPORTING PERSON Warren E. Buffett		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States Citizen		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 61,486,926 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 61,486,926 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 61,486,926 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not Applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 11.5%		
12	TYPE OF REPORTING PERSON IN		

1	NAME OF REPORTING PERSON Berkshire Hathaway Inc.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 61,486,926 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 61,486,926 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 61,486,926 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 11.5%		
12	TYPE OF REPORTING PERSON HC, CO		

1	NAME OF REPORTING PERSON National Indemnity Company		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Nebraska		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 52,863,649 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 52,863,649 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 52,863,649 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.9%		
12	TYPE OF REPORTING PERSON IC, CO		

1	NAME OF REPORTING PERSON		
	National Liability and Fire Insurance Company		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION		
	State of Nebraska		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER	
		NONE	
	6	SHARED VOTING POWER	
		1,266,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER	
		NONE	
	8	SHARED DISPOSITIVE POWER	
		1,266,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,266,000 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>		
	Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.2%		
12	TYPE OF REPORTING PERSON		
	IC, CO		

1	NAME OF REPORTING PERSON Berkshire Hathaway Assurance Corporation		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Nebraska		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 1,133,277 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 1,133,277 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,133,277 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.2%		
12	TYPE OF REPORTING PERSON IC, CO		

1	NAME OF REPORTING PERSON Columbia Insurance Company		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Nebraska		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 122,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 122,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 122,000 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 Less than 0.1%		
12	TYPE OF REPORTING PERSON IC, CO		

1	NAME OF REPORTING PERSON Fruit of the Loom Pension Trust		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Kentucky		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 921,300 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 921,300 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 921,300 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.2%		
12	TYPE OF REPORTING PERSON EP		

1	NAME OF REPORTING PERSON FlightSafety International Inc. Retirement Income Plan		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of New York		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 350,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 350,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 350,000 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.1%		
12	TYPE OF REPORTING PERSON EP		

1	NAME OF REPORTING PERSON GEICO Corporation Pension Plan Trust		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Maryland		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 2,499,700 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 2,499,700 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,499,700 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.5%		
12	TYPE OF REPORTING PERSON EP		

1	NAME OF REPORTING PERSON Johns Manville Corporation Master Pension Trust		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Colorado		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 2,187,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 2,187,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,187,000 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.4%		
12	TYPE OF REPORTING PERSON EP		

1	NAME OF REPORTING PERSON General Re Corp. Employee Retirement Trust		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of Connecticut		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 144,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 144,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 144,000 shares of Common Stock		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/> Not applicable.		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 Less than 0.1%		
12	TYPE OF REPORTING PERSON EP		

SCHEDULE 13G

Item 1.

- (a) **Name of Issuer**
Phillips 66
- (b) **Address of Issuer's Principal Executive Offices**
3010 Briarpark Drive, Houston, TX 77042

Item 2(a). **Name of Person Filing:**Item 2(b). **Address of Principal Business Office:**Item 2(c). **Citizenship:**

Warren E. Buffett
3555 Farnam Street
Omaha, Nebraska 68131
United States Citizen

Berkshire Hathaway Inc.
3555 Farnam Street
Omaha, Nebraska 68131
Delaware Corporation

National Indemnity Company
1314 Douglas Street
Omaha, Nebraska 68102
Nebraska Corporation

National Liability and Fire Insurance Company
1314 Douglas Street
Omaha, NE 68102
Connecticut Corporation

Berkshire Hathaway Assurance
Corporation
1314 Douglas Street
Omaha, NE 68102
New York Corporation

Columbia Insurance Company
1314 Douglas Street
Omaha, NE 68102
Nebraska Corporation

Fruit of the Loom Pension Trust
c/o Fruit of the Loom Corporation
One Fruit of the Loom Drive
Bowling Green, KY 42103
Kentucky

General Re Corp. Employee Retirement Trust
120 Long Ridge Road
Stamford, CT 06902
Connecticut

GEICO Corporation Pension Plan Trust
c/o GEICO Corporation
One Geico Plaza
Washington, DC 20076
Maryland

FlightSafety International Inc. Retirement Income
Plan
c/o FlightSafety International Inc.
LaGuardia Airport
Marine Air Terminal
Flushing, NY 11371
New York

Johns Manville Corporation Master Pension Trust
c/o Johns Manville Corporation
717 17th Street
Denver, CO 80202
Colorado

(d) Title of Class of Securities

Common Stock

(e) CUSIP Number

718546104

Item 3. If this statement is filed pursuant to § 240.13d-1(b), or § 240.13d-2(b) or (c), check whether the person filing is a:

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.) and Berkshire Hathaway are each a Parent Holding Company or Control Person, in accordance with § 240.13d-1(b)(1)(ii)(G).

National Indemnity Company, National Liability and Fire Insurance Company, Berkshire Hathaway Assurance Corporation and Columbia Insurance Company are an Insurance Company as defined in section 3(a)(19) of the Act.

FlightSafety International Inc. Retirement Income Plan, Fruit of the Loom Pension Trust, GEICO Corporation Pension Plan Trust, Johns Manville Corporation Master Pension Trust, and General Re Corp. Employee Retirement Trust are each an Employee Benefit Plan in accordance with § 240.13d-1(b)(1)(ii)(F).

The Reporting Persons together are a group in accordance with § 240.13d-1(b)(i)(ii)(K).

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially Owned

See the Cover Pages for each of the Reporting Persons.

(b) Percent of Class

See the Cover Pages for each of the Reporting Persons.

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote

(ii) shared power to vote or to direct the vote

(iii) sole power to dispose or to direct the disposition of

(iv) shared power to dispose or to direct the disposition of

See the Cover Pages for each of the Reporting Persons .

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

See Exhibit A.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated this 16th day of February, 2016

/s/ Warren E. Buffett
Warren E. Buffett

BERKSHIRE HATHAWAY INC.

By: /s/ Warren E. Buffett
Warren E. Buffett
Chairman of the Board

NATIONAL INDEMNITY COMPANY,
FRUIT OF THE LOOM PENSION TRUST,
FLIGHTSAFETY INTERNATIONAL INC.
RETIREMENT INCOME PLAN, GEICO
CORPORATION PENSION PLAN TRUST,
JOHNS MANVILLE CORPORATION
MASTER PENSION TRUST, GENERAL RE
CORP. EMPLOYEE RETIREMENT TRUST,
NATIONAL LIABILITY AND FIRE
INSURANCE COMPANY, BERKSHIRE
HATHAWAY ASSURANCE
CORPORATION AND COLUMBIA
INSURANCE COMPANY

By: /s/ Warren E. Buffett
Warren E. Buffett
Attorney-in-Fact

SCHEDULE 13G

EXHIBIT A

RELEVANT SUBSIDIARIES AND MEMBERS OF FILING GROUP

PARENT HOLDING COMPANIES OR CONTROL PERSONS:

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.)

Berkshire Hathaway Inc.

INSURANCE COMPANIES AS DEFINED IN SECTION 3(a)(19) OF THE ACT:

National Indemnity Company

National Liability and Fire Insurance Company

Berkshire Hathaway Assurance Corporation

Columbia Insurance Company

EMPLOYEE BENEFIT PLANS IN ACCORDANCE WITH § 240.13d-1-(b)(1)(ii)(F)

Fruit of the Loom Pension Trust

FlightSafety International Inc. Retirement Income Plan

GEICO Corporation Pension Plan Trust

Johns Manville Corporation Master Pension Trust

General Re Corp. Employee Retirement Trust

SCHEDULE 13G

EXHIBIT B

JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)

The undersigned persons hereby agree that reports on Schedule 13G, and amendments thereto, with respect to the Common Stock of Phillips 66, may be filed in a single statement on behalf of each of such persons, and further, each of such persons designates Warren E. Buffett as its agent and Attorney-in-Fact for the purpose of executing any and all Schedule 13G filings required to be made by it with the Securities and Exchange Commission.

Dated: February 16, 2016

/S/ Warren E. Buffett

Warren E. Buffett

Berkshire Hathaway Inc.

Dated: February 16, 2016

/S/ Warren E. Buffett

By: Warren E. Buffett

Title: Chairman of the Board

National Indemnity Company

Dated: February 16, 2016

/S/ Marc D. Hamburg

By: Marc D. Hamburg

Title: Chairman of the Board

Fruit of the Loom Pension Trust

Dated: February 16, 2016

/S/ Rick Medlin

By: Rick Medlin

Title: President and Chief Executive Officer,
Fruit of the Loom Corporation

FlightSafety International Inc. Retirement Income Plan

Dated: February 16, 2016

/S/ Bruce Whitman

By: Bruce Whitman

Title: President and Chief Executive Officer,
FlightSafety International Inc.

GEICO Corporation Pension Plan Trust

Dated: February 16, 2016

/S/ Michael H. Campbell

By: Michael H. Campbell

Title: Senior Vice President, GEICO Corporation

	Johns Manville Corporation Master Pension Trust
Dated: February 16, 2016	<div>/S/ Mary Rhinehart</div> <div>By: Mary Rhinehart</div> <div>Title: President and Chief Executive Officer, Johns Manville Corporation</div>
	General Re Corp. Employee Retirement Trust
Dated: February 16, 2016	<div>/S/ Franklin Montross, IV</div> <div>By: Franklin Montross, IV</div> <div>Title: President and Chief Executive Officer, General Re Corporation</div>
	National Liability and Fire Insurance Company
Dated: February 16, 2016	<div>/S/ Donald F. Wurster</div> <div>By: Donald F. Wurster</div> <div>Title: President and Chief Executive Officer</div>
	Berkshire Hathaway Assurance Corporation
Dated: February 16, 2016	<div>/S/ Donald F. Wurster</div> <div>By: Donald F. Wurster</div> <div>Title: President and Chief Executive Officer,</div>
	Columbia Insurance Company
Dated: February 16, 2016	<div>/S/ Donald F. Wurster</div> <div>By: Donald F. Wurster</div> <div>Title: President and Chief Executive Officer,</div>